

IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF SOUTH CAROLINA

RE:

Madawaska Hardscape Products, Inc.
3146 Wade Hampton Blvd.
Taylors, SC 29687

Debtor(s)

Case Number: 12-01093-JW

Chapter 11

**OBJECTION TO UNITED STATES TRUSTEE'S MOTION TO CONVERT CASE TO
CHAPTER 7 AND MEMORANDUM IN SUPPORT OF MOTION**

Madawaska Hardscape Products, Inc., hereinafter referred to as "Debtor", hereby objects to the United States Trustee's Motion To Convert Case To Chapter 7 And Memorandum In Support Of Motion ("Motion") filed on August 23, 2012, by Linda K. Barr, Trial Attorney for W. Clarkson McDow, Jr., United States Trustee, Region 4. In support of this objection, the Debtor submits the following:

JURISDICTION

1. The Debtor filed its voluntary petition for relief under Chapter 11 of the Bankruptcy Code on February 22, 2012 (the "Petition Date").
2. This Court has subject matter jurisdiction over the Motion pursuant to 28 U.S.C. §1334. This is a core proceeding pursuant to 28 U.S.C. §157(b)(2). The Court can exercise its subject matter jurisdiction pursuant to 28 U.S.C. §157(b)(1). Venue of these proceedings and the Motion is proper in the district pursuant to 28 U.S.C. §§1408 and 1409.

CASE STATEMENT

3. The Debtor filed for relief under chapter 11 of the Bankruptcy Code on February 22, 2012 ("Petition Date"). The Debtor has remained in possession since filing.
4. The Debtor owns manages and operates two retail stores which market and sell a wide selection of natural stone, slate, stepping stones, arbors, ornament granite and cobblestone for landscape design for pathways, gardens and edging.
5. The Debtor's main store is located at 3146 Wade Hampton Boulevard, Taylors, South Carolina ("South Carolina Store"), and the other store is located at 222 Riverside Street,

Portland, Maine ("Maine Store").

6. The Debtor also owns 5.69 Acres located at 200 North Watson Road, Taylors, South Carolina, Greenville County Tax Map #T030.00-02-003.01 ("Watson Realty"), wherein the Madawaska Hardscape Products, Inc. maintains inventory for the South Carolina retail store.

7. The Watson Realty is not currently leased and was not leased as of the Petition Date.

8. The Debtor is wholly owned by Daniel B. Albert.

9. Daniel B. Albert is also the sole owner of 222 Riverside Corp. ("Riverside") which owns the Maine Store.

10. On July 25, 2012, Riverside filed for relief under chapter 11 of the Bankruptcy Code in the District of South Carolina ("Riverside Chapter 11 Bankruptcy").

11. On July 25, 2012, the Debtor and Riverside filed a Motion For Substantive Consolidation ("Motion For Substantive Consolidation").

12. On July 27, 2012, TD Bank, N.A. filed a Motion To Transfer Venue of the Riverside Chapter 11 Bankruptcy from the District of South Carolina to the District of Maine.

13. On August 14, 2012, the Court ordered the Riverside Chapter 11 Bankruptcy transferred to the District of Maine.

14. On August 14, 2012, counsel for the Debtor filed a Motion To Withdrawal As Counsel.

15. As of the date of this Objection, the Debtor has not retained substituted counsel.

16. The Debtor is currently and will continue to operate at a substantial profit.

OBJECTION TO DISMISSAL

11 U.S.C. §1112(b)(1) provides that a debtor's case may be dismissed or converted for "cause". Cause is defined in 11 U.S.C. §1112(b)(4) to include:

"(J) failure to file a disclosure statement, or to file or confirm a plan, within the time fixed by this title or by order of the court."

Courts are given broad discretion in determining what may constitute sufficient cause for the dismissal or conversion of a case. Toibb v. Radloff, 501 U.S. 157, 165 (1991).

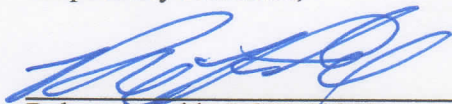
The Debtor has continued to manage and operate the estate at a substantial profit. The Debtor was working with its counsel to prepare and file a disclosure statement and plan for filing

within one hundred and eighty days of the Petition Date. However, due to disagreements between the Debtor and its counsel, the disclosure statement and plan was not timely filed. A disclosure statement and plan of reorganization is expected to be filed within seven (7) days of this Objection.

The Debtor has not been wallowing in this case. The Debtor has been very vigilant and active in increasing its net monthly profits, and the Debtor has been and will continue to be very vigilant and active in bringing it to a successful conclusion. The Debtor operates at a substantial profit for the benefit of all of its creditors. Although it is entering into the slow season, the Debtor has sufficient funds and business to remain profitable for year. The Debtor is worth considerably more as an ongoing business than if it were liquidated pursuant to a Chapter 7 bankruptcy. Due to the security interest held by TD Bank, N.A., there is little to no equity available to unsecured creditors. Therefore, it is in the best interest of the estate and the unsecured creditors for the Debtor to remain in a Chapter 11 Bankruptcy. Consequently, the Debtor is entitled to remain under the protection of the Chapter 11 bankruptcy. The case should not be converted for cause under §1112(b)(4)(J).

For the foregoing reasons, this case should not be converted to a Chapter 7 pursuant to the provisions of 11 U.S.C. §1112(b)(1) and (4)(J) and the Debtor requests that the Court deny the requests for such order.

Respectfully submitted,



Robert A. Pohl. DCID 10877

POHL, P.A.

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Dated September 16, 2012
Greenville, South Carolina

IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF SOUTH CAROLINA

RE:

Madawaska Hardscape Products, Inc.
3146 Wade Hampton Blvd.
Taylors, SC 29687

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Chapter 11

CERTIFICATE OF SERVICE

**OBJECTION TO UNITED STATES TRUSTEE'S MOTION TO CONVERT
CASE TO CHAPTER 7 AND MEMORANDUM IN SUPPORT OF MOTION**

I hereby certify that I have faxed, mailed by US Regular mail and or electronically mailed
a true and accurate copy of the foregoing to said parties at the addresses shown below:

SERVED ON ALL PARTIES IN
INTEREST AS SHOWN ON THE
ATTACHED MAILING MATRIX

Dated September 16, 2012

In Greenville, South Carolina

/s/Robert Pohl

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Label Matrix for local noticing
0420-7
Case 12-01093-jw
District of South Carolina
Spartanburg
Sun Sep 16 18:27:18 EDT 2012

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MARTIN L STARK ESQ
PARSONS OUVerson STARK & GUEST PA
PO BOX 2850
MURRELLS INLET SC 29576-2664

Abenaqui Carriers
P.S. Marston Associates, LLC
38B South Road
North Hampton NH 03862-2432

Associated Design Partners, Inc.
80 Leighton Road
Falmouth ME 04105-2242

BANK OF AMERICA
NC1-001-07-06
101 N TRYON ST
CHARLOTTE NC 28246-0100
ATTN BRENDA TEMPLE

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CONNECTICUT DEPT OF REVENUE SERVICES
DEPT OF REVENUE SERVICES
C&E DIVISION, BANKRUPTCY SECTION
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Easley SC 29642-8211

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CORONA, CA 92881-8671

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Marion NC 28752-0579

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Hartford CT 06102-5089

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Grant MI 49327-9332

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St-Eustache QC J7R 7E7
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TruckLube Mobile Fleet Service, LLC
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Travelers Rest SC 29690-0724

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